THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS AMENDING FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS AMENDING FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

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TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 157.
FILED, JANUARY 23rd. 1964.

TORBRIT SILVER MINES LIMITED *(Non-Personal Liability)*

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1027 dated January 7 1964

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	The acquisition of a block of 1,946,200 shares of Torbrit Silver Mines Limited from Noranda Mines Limited resulted in a change in control of the Company. See Schedule "A" on page 2.
2. Head office address and any other office address.	The Registered Address of the Company is 309 Royal Bank Building, Vancouver 2, British Columbia, and the Executive Office of the Company is located at Suite 3110, 25 King Street West, Toronto 1, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	See Schedule "B" on page 3.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company's cash expenditures, which it is intended will not exceed the Company's annual cash flow, will be invested in mining syndicates, Canadian mining companies and direct mining developments, subject to Dr. Duncan Derry's approval and subject to full disclosure and the acceptance of an Amended Filing Statement by Toronto Stock Exchange. The Company has agreed to grant Noranda Mines Limited a right of first refusal for a period of seven years to provide certain financing for advanced development of mining properties and to acquire certain mining properties which Torbrit proposes to sell.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	All of the 1,946,200 shares are held in escrow and will not be sold in whole or in part until the future plans of the Company have been disclosed to the Toronto Stock Exchange. However 400,000 shares will be deposited with Midland-Osler Securities Limited, a member of the Toronto Stock Exchange, and these shares will be used to maintain an orderly market for the shares of the Company. The said 400,000 shares will be disposed of as follows: 100,000 shares before the shares sell in excess of 75¢ a share; 100,000 shares before the shares sell in excess of 80¢ a share; 100,000 shares before the shares sell in excess of 85¢ a share and 100,000 shares before the shares sell in excess of 90¢ a share.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Mid Chibougamau Mines Ltd. is the beneficial owner of all of the shares referred to in paragraph 13, to be deposited with Midland-Osler Securities Limited and 600,000 shares in addition. International Bond and Equity Corporation Limited is the beneficial owner of 796,200 shares and Guardian Growth Fund Limited is the beneficial owner of 150,000 shares.

THIS IS SCHEDULE "A" to the Amended Filing Statement of TORBRIT SILVER MINES LIMITED (Non-Personal Liability) dated January 22, 1964.

This Amended Filing Statement is filed in respect of the following matters:

(a) The "change in control" of Torbrit Silver Mines Limited (Non-Personal Liability) (the Company) resulting from the sale of a total of 1,946,200 shares of the capital stock of the Company by Noranda Mines Limited (Noranda) 1700, 44 King Street West, Toronto, Ontario, to International Bond & Equity Corporation Limited, 44 King Street West, Toronto, Ontario, (International), at the price of 57¢ per share or for the total purchase price of $1,109,334.00.

International is acting as Agent for Mid Chibougamau Mines Ltd., Room 302, 215 St. James Street West, Montreal, Quebec, in respect of the purchase of 1,000,000 shares of the Company, as to 796,200 shares on behalf of itself and as to 150,000 shares on behalf of Guardian Growth Fund Limited, 48 Yonge Street, Toronto 1, Ontario.

International Bond & Equity Corporation Limited is a private Ontario Company in which the following have more than a 5% interest:-

Cyrus S. Eaton, Jr.

Murray Sinclair

Lawrence C. Turnock, Jr.

Mid Chibougamau Mines Ltd. is a public company listed on the Canadian Stock Exchange. International Bond & Equity Corporation Limited and H. J. O'Connell together own enough shares so that they may be in a position to effectively control Mid Chibougamau Mines Ltd.

Guardian Growth Fund Limited is a private Ontario Company which carries on the business of a mutual fund. Ralph Horner is President and a Director, Norman Short is Secretary-Treasurer and a Director and Allan Grieve is a Director.

(b) The proposed change in the officers and the Board of Directors of the Company resulting from the said "change in control" in the Company.

THIS IS SCHEDULE "B" to the Amended Filing Statement of TORBRIT SILVER MINES LIMITED (Non-Personal Liability) dated January 22, 1964.

Office	Name and Address	Occupation
Chairman and Director	Cyrus S. Eaton, Jr., 2310 Terminal Tower, Cleveland 13, Ohio, U.S.A.	Financier
Director	John A. Bourne, 309 Royal Bank Building, Vancouver 2, B.C.	Barrister
Vice-President, Secretary Treasurer and Director	Murray Sinclair, Midland-Osler Securities Limited, 1506, 44 King Street West, Toronto 1, Ontario. 1953-1961: Representative of A.E.Ames & Co. 1962 to date: Director of Research, Midland-Osler Securities Limited.	Research Director
Director	Peter B. Bell, c/o Edmonds & Bell, Suite 1808, 80 King Street West, Toronto 1, Ontario.	Barrister
Director	Robert G. Crompton, c/o Davidson & Company, 100, 25 Adelaide Street West, Toronto 1, Ontario. 1955-1962: Representative of A.E.Ames & Co., 1962 to date: Manager of Research, Davidson & Company.	Manager

The Board of Directors of the Company have passed a resolution increasing the number of Directors from five to nine and when this resolution is approved at a meeting of Shareholders the following will be elected Directors:-

President and Director	Dr. Duncan R. Derry, Suite 3110, 25 King Street West, Toronto 1, Ontario.	Consulting Geologist
Director	H. J. O'Connell, 2801 Hill Park Crescent, Montreal, P.Q.	Industrialist
Director	Lawrence C. Turnock, Jr., 2310 Terminal Tower, Cleveland 13, Ohio, U.S.A.	Financier
Director	Norman J. Short, c/o Bache & Co., 360 Bay Street, Toronto 1, Ontario. 1956-1960: Security Analyst, Confederation Life Association. 1960 to September 1962: Security Analyst, Andreae, Cole & Co. Limited. September 1962 to date: Manager, Research, Bache & Co.	Research Director

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.

Name	Number of Shares
Mid Chibougamau Mines Ltd. Room 302, 215 St. James Street West, Montreal, Quebec.	1,000,000
International Bond & Equity Corporation Limited, 44 King Street West, Toronto 1, Ontario.	796,200
Guardian Growth Fund Limited, 48 Yonge Street, Toronto 1, Ontario.	150,000
Chang Y. Leong, 147 Keefer Street, Vancouver, B.C.	65,500
National Trust Company Limited, A/C G. O. R. E., P.O. Box 90, Hamilton, Ontario.	60,000

The Company is advised that the 1,000,000 shares of the Company registered in the name of Gee & Co. are beneficially owned by Mid Chibougamau Mines Ltd., the 796,200 shares owned by International are also registered in the name of Gee & Co., and the 150,000 shares owned by Guardian Growth Fund Limited are registered in the name of Gee & Co. but are beneficially owned by Guardian Growth Fund Limited. The Company does not know whether or not any of the other of the above mentioned shareholders are the beneficial owners of the shares registered in their respective names.

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.

International Bond & Equity Corporation Limited and Mid Chibougamau Mines Ltd. together with Guardian Growth Fund Limited are in a position through their shareholdings in the Company to mutually effect control of the Company.

17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.

The assets of the Company including bonds, shares, cash and term deposits are as follows:

Type and Amount of Security	Name of Company	Cost	Market
$900,000 bonds 4% due May 1, 1964.	Government of Canada	$886,500	$900,000
$150,000 income bonds 6% due April 30, 1973.	Orchan Mines Limited	97.50	97.50
350 convertible preferred shares 5½%	Delta Acceptance Corporation	105.50	105.50
4,000 shares	Normetal Mining Corporation Limited	3.20	3.20

and $554,166.95 on deposit with Canadian Imperial Bank of Commerce part of which is intended for investment in term deposits in the immediate future.

20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.

(a) This Amended Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect of the matters referred to in Item 1 above, which the Company understands to be classed as a "material change".

(b) No shares of the Company are presently in the course of primary distribution to the public, but upon acceptance of this Amended Filing Statement the shares of the Company may then be in the course of primary distribution.

(c) There are no other relevant material facts.

DATED January 22, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TORBRIT SILVER MINES LIMITED (Non-Personal Liability)

"D.R. Derry" President

"M. Sinclair" Secretary Treasurer

CORPORATE SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

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THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1027.
FILED, JANUARY 16th. 1964.

TORBRIT SILVER MINES LIMITED(Non-Personal Liability)

Full corporate name of Company

Incorporated under the laws of the Province of British Columbia as a Specially Limited Company by Memorandum of Association dated October 9, 1946.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.

(a) The proposed "change in control" of Torbrit Silver Mines Limited (Non-Personal Liability) (the Company) resulting from the sale of a total of 1,946,200 shares of the capital stock of the Company by Noranda Mines, Limited (Noranda) 1700, 44 King Street West, Toronto, Ontario, to International Bond & Equity Corporation Limited, 44 King Street West, Toronto, Ontario, (International), at the price of 57¢ per share or for the total purchase price of $1,109,334, pursuant to the terms of an Agreement of purchase and sale made between Noranda and International dated January 9, 1964, and under which Agreement, International has agreed, inter alia, to submit an offer to all shareholders of the Company, except those resident in the United States of America, to purchase their respective shares of the Company at the same price which International paid to Noranda for its 1,946,200 shares of the Company, viz, 57¢ per share, such offer to be made within 30 days of the closing of the sale of the said shares of the Company by Noranda to International and to be open for at least 30 days.

International has disclosed to Noranda that it is acting on behalf of Guardian Growth Fund Ltd., 910, 50 King Street West, Toronto 1, Ontario, in respect to the purchase of the said 1,946,200 shares of the Company, as to a 20% interest therein, and on behalf of itself in respect to the remainder of the said shares of the Company to be purchased.

(b) The proposed change in the Officers and the Board of Directors of the Company resulting from the said "change in control" in the Company.

2. Head office address and any other office address.

The Registered Address of the Company is 309 Royal Bank Building, Vancouver 2, British Columbia, and the Executive Office of the Company is located at Suite 1715, 44 King Street West, Toronto 1, Ontario.

3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.

Present Officers and Directors of the Company:

Office	Name and Address	Occupation
Chairman, President and Director	John A.H. Paterson, Suite 1715, 44 King Street West, TORONTO 1, Ontario.	Mining Engineer
Vice-Chairman, Vice-President and Director	Norman C. Urquhart, Suite 1715, 44 King Street West, TORONTO 1, Ontario.	Financier
Director	John A. Bourne, 309 Royal Bank Building, VANCOUVER 2, B.C.	Barrister
Director	Robert M. Elliot, Apt. 6, 26 Saranac Boulevard, TORONTO 19, Ontario.	Prospector
Director	Addison D. Dickson, Suite 1715, 44 King Street West, TORONTO 1, Ontario.	Mining Engineer
Secretary	William Harrison, Suite 1715, 44 King Street West, TORONTO 1, Ontario.	Corporate Secretary
Treasurer	Dorband A. Foster, Suite 1715, 44 King Street West, TORONTO 1, Ontario.	Treasurer

The names of the proposed new Officers and Directors of the Company after the proposed "change in control" of the Company has been effected, are not known to the present Officers and Directors of the Company.

4. Share capitalization showing authorized and issued and outstanding capital.	The authorized capital of the Company is $3,000,000 divided into 3,000,000 shares of the par value of $1.00 each, all of which are issued and outstanding as fully paid and non-assessable shares.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	There are no bonds, debentures, notes, mortgages, charges, liens or hypothecations of the Company outstanding or proposed to be issued.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	There are no treasury shares or other securities of the Company now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Not applicable.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	The present directors and officers of the Company are not aware of any payments in cash or securities made or to be made to a promoter or finder in connection with a proposed underwriting or property acquistion.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The present directors and officers of the Company have no knowledge of the Company's future development plans after the proposed "change in control" referred to in Item 1 hereof has been effected.
10. Brief statement of company's chief development work during past year.	The Company has carried out no exploration or development work during the past year.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The present directors and officers of the Company do not know of any property or other assets intended to be purchased by the Company.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	There are no shares of the Company held in escrow or in pool.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.

FINANCIAL STATEMENTS

TORBRIT SILVER MINES LIMITED
(Non-Personal Liability)

BALANCE SHEET
as at December 20, 1963

ASSETS

Cash including short term deposits		$ 748,200
Government of Canada bonds - at cost (quoted market value $899,550)		886,500
Accrued interest		7,673
		$1,642,373

LIABILITIES

Accounts payable		$ 1,278
Capital and Deficit:		
Capital Stock:		
Authorised and issued - 3,000,000 shares of par value of $1.00 each	$3,000,000	
Deficit	1,358,905	1,641,095
		$1,642,373

December 24, 1963
AMF:RH

APPROVED:

Director

Director

TORBRIT SILVER MINES LIMITED
(Non-Personal Liability)

SOURCE AND APPLICATION OF FUNDS
for the period January 1 to December 20, 1963

Source	
Proceeds of sale of investments	$313,300
Interest earned	49,882
Income from investments	7,500
	$370,682
Application	
General expenses	6,238
	$364,444
Increase in Net Liquid Assets	$364,444

December 24, 1963
AMF:RH

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Name — Number of Shares Noranda Mines, Limited, Suite 1700, 44 King Street West, TORONTO 1, Ontario. — 1,946,192 Chang Y. Leong, 147 Keefer Street, VANCOUVER, B.C. — 65,500 National Trust Company Ltd., A/C G. O. R. E., P.O. Box 90, Hamilton, Ontario. — 60,000 National Trust Company Ltd., Account Ravenscliffe, P.O. Box 90, HAMILTON, Ontario. — 57,000 Thomas McWilliams Jr., 60 Magill Street, HAMILTON, Ontario. — 36,000 The Company is advised that the 1,946,192 shares of the Company registered in the name of Noranda Mines, Limited are beneficially owned by Noranda, but the Company does not know whether or not any of the other above-mentioned shareholders are the beneficial owners of the shares registered in their respective names.
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	International Bond & Equity Corporation Limited, aforesaid, together with Guardian Growth Fund Ltd., aforesaid, after the purchase of the said 1,946,200 shares of the Company from Noranda Mines, Limited will be in a position through their shareholdings of the Company to mutually effect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	The assets of the Company do not include investments in the shares or other securities of other companies. However the Company does hold cash and term deposits of $748,200 and Government of Canada Bonds at cost of $886,500.
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or any of its properties.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no material contracts entered into by the Company not disclosed by the foregoing.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	(a) This Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matters referred to in Item 1 above, which the Company understands to be classed as a "material change". (b) No shares of the Company are presently in the course of primary distribution to the public. (c) There are no other relevant material facts.

DATED January 7, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TORBRIT SILVER MINES LIMITED
(Non-Personal Liability)

"J.A.H. Paterson" President — CORPORATE SEAL

"W. Harrison" Secretary

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

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THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1220.
FILED, NOVEMBER 26th. 1964.

MR. Doherty

TORBRIT SILVER MINES LIMITED (NON-PERSONAL LIABILITY)

Full corporate name of Company

Incorporated under the Laws of the Province of British Columbia
as a Specially Limited Company by Memorandum of Association dated October 9,1946

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Filing Statement No. 1027 and Amending Filing Statement No. 157.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The Company is acquiring 925,000 shares in the capital stock of R. J. Jowsey Mining Company Limited from International Bond and Equity Corporation Limited, Suite 403, 112 King Street West, Toronto, at a price of 59½¢ per share. This transaction will be presented for shareholder approval at the Annual Meeting of the Company to be held prior to April 30,1965.(Exhibit 'B')
2. Head office address and any other office address.	Registered address, 309 Royal Bank Bldg., Vancouver 2. Executive office, Suite 403, 112 King St. W., Toronto.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors. There is no change contemplated in the officers or directors of the Company.	Officers: President - Duncan R. Derry Vice-Pres. & Sec-Treas. - M. M. Sinclair Directors: J. A. Bourne, 309 Royal Bank Bldg., Vancouver,Barrister R. G. Crompton,84 Highbourne Ave,Toronto - Manager D.R.Derry, Grove Farm,Port Credit,Ont.Consult.Geologist C.S.Eaton,Jr,Arrow Cottage,Northfield,Ohio - Executive D.M.Lorimer,286 Oriole Pkwy,Toronto,Management Services D.R.McBride,42 West Deane Park, Toronto - Executive H.J.O'Connell,6460 Cote de Liesse Rd,Dorval,Contractor N.J.Short, 50 Farnham Ave,Toronto,Research Director. M.M.Sinclair,259 Dawlish Ave,Toronto,Research Director. L.C.Turnock,Jr.,2925 Glenmore Rd,Cleveland,22,Ohio, Engineer.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 5,000,000 shares of a par value of $1 each Issued - 3,000,000 shares
5. Particulars in respect of any bonds, debentures,notes,mortgages,charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	None
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Not applicable.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	It is the stated intention of the Board of Directors to increase the value of the assets of the Company by making prudent investments. The Company's cash expenditures, which are not intended to exceed the Company's annual cash flow, will be invested in mining syndicates, Canadian mining companies and direct mining developments, subject to Dr. Duncan Derry's approval and subject to compliance with the Rules and Regulations of the Toronto Stock Exchange.

Exhibit 'B'

Cost To
International Bond and Equity Corporation Limited
In Acquiring 926,073 Shares of
R. J. Jowsey Mining Company Ltd.

Original purchase in May, 1964 of 840,073 shares from Robert A. White, Toronto, Ontario, acting on behalf of himself, and John R. Shemilt Willowdale, Ontario, and David N. Smith, Calgary, Alberta	$ 482,582.97
Purchases on open market, 86,000 shares	47,506.17
Cost of acquisition and disposal	17,959.45
Total cost of 926,073 shares	$ 548,055.59
Cost per share -	59.2¢

EXHIBIT 'C'

Mid Chibougamau Mines Ltd.

(NO PERSONAL LIABILITY)

ROOM 302
215 ST. JAMES ST. WEST
MONTREAL 1, QUE.

TEL.: 842-9575

E X T R A C T from the Minutes of a Meeting of Directors of Mid Chibougamau Mines Ltd., held on the 5th day of November 1964.

After considerable discussion UPON MOTION duly made, seconded and carried unanimously (Messrs. Eaton, Sinclair and Turnock disclosing their interests as directors, officers and/or shareholders of International Bond & Equity Corp. Ltd. and refraining from voting) IT WAS RESOLVED as follows:

WHEREAS the Company owns 999,000 shares of Torbrit Silver Mines Limited, a company which has substantial cash assets which it wishes to invest;

AND WHEREAS International has indicated that it is willing to sell to Torbrit not less than 900,000 shares and not more than 1,000,000 shares of R. J. Jowsey Mining Company Limited (said to be the largest block of Jowsey shares) at 59 ½ cents per share which is the approximate market price;

AND WHEREAS it is considered in the bests interests of the Company for Torbrit to acquire the said large block of Jowsey shares;

NOW THEREFORE BE IT AND IT IS HEREBY RESOLVED:

(a) that the Company do approve of Torbrit buying the said block of Jowsey shares;

(b) that a copy of this resolution be sent to both International and Torbrit; and

(c) that the officers and directors of the Company be authorized and directed to do all acts and things (including voting, all shares of Torbrit owned by the Company at any shareholders' meeting of Torbrit) to carry out the intention of this resolution.

CERTIFIED TRUE COPY

MID CHIBOUGAMAU MINES LTD.
(No Personal Liability)

VICE-PRESIDENT

Montreal, Quebec,
November 6th, 1964.

EXHIBIT 'D'

RIX-ATHABASCA URANIUM MINES LIMITED

I, M. M. SINCLAIR, hereby certify that I am Vice-President and Secretary of RIX-ATHABASCA URANIUM MINES LIMITED, and that the following is a true and correct copy of a Resolution duly adopted by the Board of Directors of the Company at a meeting thereof duly held on November 9th, 1964, at which a quorum was present and acting throughout.

After considerable discussion UPON MOTION duly made, seconded and carried unanimously, (Messrs. Sinclair and Crompton disclosing their interests as directors, officers and/or shareholders of International Bond & Equity Corporation Limited and refraining from voting), IT WAS RESOLVED as follows:

WHEREAS the Company owns 900,000shares of Torbrit Silver Mines Limited, a company which has substantial cash assets which it wishes to invest;

AND WHEREAS International has indicated that it is willing to sell to Torbrit not less than 900,000 shares and not more than 1,000,000 shares of R. J. Jowsey Mining Company Limited (said to be the largest block of Jowsey shares) at 59½ cents per share which is the approximate market price;

AND WHEREAS it is considered in the best interests of the Company for Torbrit to acquire the said large block of Jowsey shares;

NOW THEREFORE BE IT AND IT IS HEREBY RESOLVED:

(a) that the Company do approve of Torbrit buying the said block of Jowsey shares;

(b) that a copy of this resolution be sent to both International and Torbrit; and

(c) that the officers and directors of the Company be authorized and directed to do all acts and things (including voting all shares of Torbrit owned by the Company at any shareholders' meeting of Torbrit) to carry out the intention of this resolution.

I further certify that the foregoing Resolution has not been rescinded or modified.

IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the Corporate Seal of the said RIX-ATHABASCA URANIUM MINES LIMITED at Toronto, Ontario, this 10th day of November, 1964.

M. M. Sinclair,
Vice-President and Secretary.

FINANCIAL STATEMENTS

TORBRIT SILVER MINES LIMITED
(NON PERSONAL LIABILITY)

BALANCE SHEET

AS AT SEPTEMBER 30, 1964

Assets

CURRENT ASSETS:		
Cash in bank	$ 140,391	
Short term deposits	1,000,000	
Investments in:		
Shares (market value $288,605)	271,622	
Bonds (market value $261,625)	246,938	
Interest and dividends receivable	16,500	
		$ 1,675,451
OTHER ASSETS:		
Investment in Jessop Mines Limited	$ 26,000	
Advances under prospecting agreements	7,000	
Sundry	2,121	
		35,121
		$ 1,710,572

Liabilities

CURRENT LIABILITIES:		
Accounts payable and accrued charges	$ 1,900	
Amounts due to brokers	25,457	
		$ 27,357

Shareholders' Equity

CAPITAL STOCK:		
Authorized - 5,000,000 shares of a par value of $1.00 each		
Issued and fully paid - 3,000,000 shares	$ 3,000,000	
Deficit, per statement attached	1,316,785	
		1,683,215
		$ 1,710,572

ON BEHALF OF THE BOARD:

M. M. Sinclair, Director.

D. M. Lorimer, Director.

We wish to advise that since September 30, 1964 there have been no material changes in the financial condition of the Company, except that $500,000.00 of short term deposits have come due and were not renewed because of the proposed transaction contemplated in Section 1 of the aforementioned Filing Statement.

TORBRIT SILVER MINES LIMITED

M. M. Sinclair,
Director.

D. M. Lorimer,
Director.

TORBRIT SILVER MINES LIMITED
(NON PERSONAL LIABILITY)

STATEMENT OF PROFIT AND LOSS AND DEFICIT

FOR THE NINE MONTHS ENDED SEPTEMBER 30,1964

INVESTMENT INCOME:		
Interest	$ 37,255	
Dividends	1,443	
		$ 38,698
ADMINISTRATIVE EXPENSES:		
Audit fees	$ 450	
Bank charges	19	
Corporate expenses	1,487	
Directors' fees	300	
Donations	50	
Geologists' consulting fees	5,013	
Interest expense	315	
Investment counsel fees	2,500	
Legal fees	2,260	
Safekeeping charges	146	
Secretarial and accounting fees	2,550	
Stationery, printing and postage	1,201	
Supplies	135	
Telephone and telegraph	243	
Transfer agents' fees	660	
Travel and entertainment	2,721	
		20,050
Net Profit		$ 18,648
DEFICIT, December 31, 1963	$ 1,356,530	
DEDUCT - Net realized gain on investment transactions	21,097	
		1,335,433
Deficit, September 30, 1964		$ 1,316,785

NOTE: No provision for income taxes is required because of the loss available to be carried forward.

ON BEHALF OF THE BOARD:

M. M. Sinclair, Director.

D. M. Lorimer, Director.

Exhibit 'A'

TORBRIT SILVER MINES LIMITED

STATEMENT OF SECURITY POSITION AS AT OCTOBER 31, 1964

	No.of Shares or Par Value of Bonds	Cost	Market
STOCKS			
Canada Steamship Lines	1,000	$ 32,600	$ 35,500
Consolidated Paper Corporation	1,000	44,376	42,750
Delta Acceptance 'B' 5½% Pref.	1,000	113,658	120,000
Dresser Industries	1,000	41,526	39,724
Home Oil Company Limited 'A'	3,000	59,525	58,500
International Utilities	1,600	45,685	43,200
Lake Dufault Mines Ltd.	3,000	37,437	33,375
McIntyre Porcupine Mining	500	31,725	30,875
Normetal Mining Corp. Ltd.	4,000	12,800	15,800
Patino Mining Corp.	2,800	24,417	27,440
Texas Gulf Sulphur	1,000	57,472	62,060
Geo. Weston Ltd. 'A'	1,000	17,800	17,625
		$ 519,021	$ 526,849
BONDS			
Orchan Mines Limited 'A' 6% Apr./75	$250,000	$ 246,938	$ 268,750
SHORT TERM INVESTMENTS		$ 1,000,000	

TORBRIT SILVER MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE NINE MONTHS ENDED SEPTEMBER 30,1964

FUNDS PROVIDED:		
Net profit for the nine months ended September 30, 1964 (per statement attached)	$ 18,648	
Net realized gain on security transactions	21,097	
		$ 39,745
FUNDS APPLIED:		
Investment in and funds advanced under prospecting and other agreements		35,121
INCREASE IN WORKING CAPITAL:		
Working Capital, September 30,1964	$ 1,648,094	
Working Capital, December 31, 1963	1,643,470	
		$ 4,624

ON BEHALF OF THE BOARD:

M. M. Sinclair Director.

D. M. Lorimer Director.

10. Brief statement of company's chief development work during past year.	The Company has acquired interests, with others, in several claim groups in the Timmins area on which preliminary land and air surveys have been carried out.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None, except as in 1 above.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	The following have greater than a 5% interest in International Bond and Equity Corporation Limited: Name — Address James P. Catty — 360 Walmer Road, Toronto. Robert G. Crompton — 84 Highbourne Ave., Toronto Cyrus S. Eaton, Jr. — Arrow Cottage, Northfield, Ohio. Montreal Trust Co. — 112 King Street West, Toronto M. M. Sinclair — 259 Dawlish Ave., Toronto
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	None.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	The five largest registered shareholders as at November 6, 1964, were: Gee & Co., 25 King St. West, Toronto — 998,200 shs. Mermon & Co., 495 Victoria Sq, Montreal — 600,000 shs. Tronbar & Co., King & Victoria Sts., Tor. — 150,100 shs. Midland-Osler Securities Ltd., 44 King St. West, Toronto — 144,700 shs. Bache & Co., 360 Bay St., Toronto — 71,100 shs. (See item 16 for known beneficial owners)
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The Company is advised (i) that Mid-Chibougamau Mines Limited is the beneficial owner of 999,000 shares of the Company and of these 600,000 are registered in the name of Mermon & Co., and 100,000 shares are registered in the name of Midland-Osler Securities Limited; (ii) Rix-Athabasca Uranium Mines Limited is the beneficial owner of 900,000 shares all of which are registered in the name of Gee & Co., except certain director's qualifying shares and (iii) Guardian Growth Fund Limited is the beneficial owner of 150,000 shares, all of which are registered in the name of Tronbar & Co.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Exhibit 'A' attached. (Exhibit 'A' is page 8).
18. Brief statement of any lawsuits pending or in process against company or its properties.	None.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	A copy of the agreement to effect the transaction set out in (1) above is on file with the Toronto Stock Exchange. Board resolutions of Mid-Chibougamau Mines Limited and Rix-Athabasca Uranium Mines Limited approving the transaction are attached hereto as Exhibits 'C' and 'D'. Exhibits 'C' & 'D' on pages 2 & 3.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	(a) This statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matter referred to in Item 1 above, which the company understands to be classed as a "material change". (b) No shares of the Company are presently in the course of primary distribution to the public. (c) There are no other relevant facts.

DATED November 10, 1964.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

TORBRIT SILVER MINES LIMITED (Non-Personal Liability)

"D.R. Derry" President.

CORPORATE SEAL

"M. Sinclair" Vice-Pres. & Sec-Treas.

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

Not Applicable.